

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Termination of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Bank of America, N.A., as Administrative Agent		11/30/2004	national banking association: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	PRGRS, Inc.		
<b>Street Address:</b>	600 Galleria Parkway		
<b>Internal Address:</b>	Suite 100		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30339		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 18</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2377644	HOWARD SCHULTZ & ASSOCIATES INTERNATIONAL	
Registration Number:	2377643	HOWARD SCHULTZ & ASSOCIATES INTERNATIONAL	
Registration Number:	2285531	DIRECTF!ND	
Registration Number:	2279170	SUREF!ND	
Registration Number:	1664351	HOWARD SCHULTZ & ASSOCIATES	
Registration Number:	2768167	RECOVERALL	
Registration Number:	2728150	PRG-SCHULTZ	
Registration Number:	2738292	PRG SCHULTZ ANSWERS BEYOND THE NUMBERS.	
Registration Number:	2689331	IMDEX	
Registration Number:	2712660	PRG	
Registration Number:	2718524	PRG ANSWERS BEYOND THE NUMBERS.	
Registration Number:	2381090	THE RIGHT ANSWER	
Registration Number:	2066489	RECOVERNOW	

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**TRADEMARK**  
**REEL: 003019 FRAME: 0393**

Registration Number:	1936667	AUDITPRO
Registration Number:	1923121	PROFIT RECOVERY GROUP INTERNATIONAL
Registration Number:	2361252	THE STRONGEST LINK BETWEEN SUPPLIER INVOICES AND LOWER COST
Registration Number:	1985885	PAYTECH
Serial Number:	78350459	TSL

#### CORRESPONDENCE DATA

Fax Number: (919)416-8339

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 919 286-8028

Email: PTO\_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	02/01/2005

Total Attachments: 2  
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## TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of November 30, 2004, is made by Bank of America, N.A., as Administrative Agent (the "Secured Party").

**WHEREAS**, PRGRS, Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

**WHEREAS**, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on November 18, 2002 at Reel 2623 and Frame 0938; and

**WHEREAS**, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

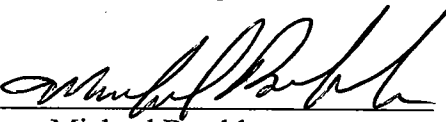
**NOW, THEREFORE**, for valuable consideration, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks to which the Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

**IN WITNESS WHEREOF**, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

BANK OF AMERICA, N.A.,  
as Administrative Agent

By:   
Name: Michael Brashler  
Title: Vice President

## Registered Marks

Mark	Registration No.	Registration Date
HOWARD SCHULTZ & ASSOCIATES INTERNATIONAL	2377644	8/15/00
HOWARD SCHULTZ & ASSOCIATES INTERNATIONAL and Design	2377643	8/15/00
DIRECTF!ND and Design	2285531	10/12/99
SUREF!ND and Design	2279170	9/21/99
HOWARD SCHULTZ & ASSOCIATES	1664351	11/12/91
RECOVERALL	2768167	9/23/03
PRG-SCHULTZ	2728150	6/17/03
PRG SCHULTZ ANSWERS BEYOND THE NUMBERS and Design	2738292	7/15/03
IMDEX	2689331	2/18/03
PRG	2712660	5/6/03
PRG ANSWERS BEYOND THE NUMBERS and Design	2718524	5/27/03
THE RIGHT ANSWER and Design	2381090	8/29/00
RECOVERNOW	2066489	6/3/97
AUDITPRO	1936667	11/21/95
PROFIT RECOVERY GROUP INTERNATIONAL	1923121	9/26/95
THE STRONGEST LINK BETWEEN SUPPLIER INVOICES AND LOWER COST	2361252	6/27/00
PAYTECH	1985885	7/9/96

Pending Application

Mark	Application No.	Filing Date
TSL	78350459	1/12/04